

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF VIRGINIA
ROANOKE DIVISION**

IN RE:

**G. E. M. Holdings, U. S. Corporation,
et al.
Debtors**

**Chapter 11 Case No.
17-71352 (PMB)
(Jointly Administered)*¹**

**ORDER GRANTING DEBTORS' MOTIONS
FOR ENTRY OF ORDER APPROVING
SETTLEMENT AGREEMENT AND
DISMISSING CHAPTER 11 CASES**

Upon consideration of the Motions to Approve Settlement Agreement and Dismiss the Chapter 11 Case (“**the Motions**”)² filed by the four debtors whose cases the court has administratively consolidated (see footnote 1) (**collectively “the Debtors”**) seeking entry of an order approving a certain settlement agreement between G.E.M. Holdings, U.S. Corporation; Tailwind Partners Capital, Inc.; Al Kroontje; and Cobalt Coal Ltd. (“**the Settlement Agreement**”)³ and dismissal of the Debtors’ Chapter 11 bankruptcy cases; the Court having jurisdiction to consider the Motions and the relief requested therein pursuant to 28 U.S.C. § 1334; consideration of the Motions and the relief requested therein being core proceedings pursuant to 28 U.S.C. § 157(b); venue being proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; due and proper notice of the Motions having been provided and no other or further notice being required; no objections having been filed or argued; a hearing having been held by the court to consider the relief requested in the Motions; and after due deliberation and sufficient cause appearing therefore, and exercising its authority pursuant to section 1112(b) of the Bankruptcy Code and Bankruptcy Rules 1017(a) and 9019(a), the relief requested in the

¹ *The Debtors in these jointly administered cases are: G.E.M. Holdings, U. S. Corporation, 17-71352, (FIN 5905); Clinchco Met Coal, Inc., 17-71353 (FIN 3047); Mill Creek Mining, Inc., 17-71354 (FIN 3938); and Cobalt Coal, LLC, 17-71355 (FIN 6372)

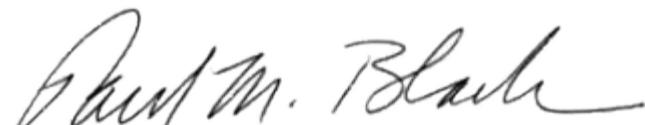
² Docket Entries #81, #82, #83, and #84 in the lead case, G.E.M. Holdings, U. S. Corporation, 17-71352.

³ Unsigned copies of the Settlement Agreement were attached to the Motions as exhibits, Docket Entries # 81-1, #82-1, #83-1, and #84-1 in the lead case. Signed copies of the Settlement Agreement were filed as Docket Entries #85, #86, #87, and #88 in the lead case.

Motions being in the best interests of the Debtors' estates and their creditors, **it is hereby ORDERED** as to each of the Debtors' cases mentioned in footnote 1:

1. The Motions are granted as set forth herein.
2. The Settlement Agreement is approved.
3. Each of the Debtors' Chapter 11 cases is hereby dismissed.
4. U.S. Trustee Fees shall be due on all disbursements up to the entry of the decree dismissing the case.
5. The Debtors and the parties to the Settlement Agreement are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.
6. The terms of this Order shall govern and take precedence over any inconsistent prior orders or pleadings in the Debtors' Chapter 11 cases.
7. The Court retains jurisdiction with respect to all matters arising from or relating to the implementation, interpretation, or enforcement of this Order or the Settlement Agreement.
8. The Court's electronic mailing system shall send a copy of this Order to the Roanoke, Virginia Office of the U.S. Trustee and to all creditors and parties-in-interest who receive electronic notices in these four consolidated cases. Debtors' counsel shall promptly serve copies of this Order by regular U.S. Mail on the Debtors and on the creditors and parties-in-interest listed on the Debtors' current mailing matrixes who do not receive electronic notices from the court. Debtors' counsel shall promptly file a certificate of mailing with the court.

Entered: February 8, 2018



Hon. Paul M. Black
United States Bankruptcy Judge

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